

# **EXHIBIT A**

AFFIDAVIT OF KITTY GRAHAM

STATE OF ALABAMA

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ELMORE COUNTY

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Before me, a notary public in and for said state and county, personally appeared Kitty Graham, after being first duly sworn, deposes and says as follows:

1. My name is Kitty Graham. I am a resident of Alabama. I was formerly employed by Colonial Bank, N.A. and Colonial BancGroup, Inc. from August 2000 until my employment was terminated on January 18, 2005.
2. I am authorized to make this affidavit and I am competent to testify at trial regarding the statements made herein in support of my response in opposition to Colonial's motion for summary judgment regarding the lawsuits filed against Colonial Bank, N.A. and Colonial BancGroup, Inc.
3. I am currently 59 years old. I was 56 years old on January 18, 2005 when my employment was terminated, without any forewarning, in favor of a younger and less experienced male, Cary Guffey.
4. As of January 18, 2005, I had been employed with Colonial for nearly 5 years. Prior to joining Colonial, I worked in banking at Southtrust Bank in Anniston, Birmingham Teachers Credit Union, Elmore County National Bank, Elmore County Bank, and Aliant Bank. I had more than 25 years of banking experience and, at the time of my termination, I held the position of Regional Platform Director.
5. On January 18, 2005, without forewarning, Linda Green, Executive Vice President of Wealth Management, along with Tara Gibson of Human Resources,

met with me and informed me that my position was being eliminated in a restructuring or reorganization of the Wealth Management Department and that this would be my last day. Along with my position, 3 other positions were eliminated. All of these positions were held by women over the age of 40 and all were replaced with much younger males. During this exit interview, I asked if there were any place at all for me in the bank and Mrs. Green responded there was no place, not even as a teller. It was in a memo dated January 18, 2005 that Linda Green announced that Cary Guffey, a much younger and less experienced male, had been promoted to a new job titled Regional Sales and Development Wholesaling Officer and described duties that mirrored those of my position that had supposedly been eliminated.

6. At no time prior to January 18, 2005 was the Retail Sales and Development Wholesaling Officer position posted as an open position to allow interested employees the opportunity to apply and interview for this position. This is outside of the normal and customary procedure for posting jobs in the Colonial system and prevented me from applying for this position, thereby denying me an opportunity for promotion. Although Colonial claims it "eliminated" this position, this is obviously not true and standard procedures for reorganization were not followed, therefore; it is evident that my position was not eliminated during a reorganization or restructuring effort. It is notable that it was not until after I filed an EEOC claim of discrimination under Title VII of the Civil Rights Act of 1964 and the Age Discrimination in Employment Act of 1967 that Colonial announced to its brokerage back office an impending reorganization that

ultimately went into effect in September, 2005, *eight months* after my employment was terminated.


7. At the time of my termination, there was no NASD licensing requirement for my position, although it was well known that I was willing to obtain a Series 6 or 7 if this was ever a requirement in my job. Before transferring to the Wealth Management Department, I worked in the branch system for Colonial and was a top producer in insurance and annuity sales for the Montgomery Region. As a result of my top production, I was allowed to study to advance my licensing in order to broaden the types of products I could offer my customers. I studied for the Series 6 exam and opened a window in July 2002 that expired in November 2002 without my taking the exam because I was hospitalized in October 2002 for unexpected heart bypass surgery. After recovering and returning to work, an opportunity to transfer to the corporate office and use my sales skills as the Regional Platform Director opened and I decided to accept this position. As a Series 6 or 7 license was not required in this position and I would not be actively selling, I did not pursue the license as the NASD frowns on the parking of a license.
8. In my capacity as Regional Platform Director, I was responsible for the following duties:
  - Providing training, direction and support to Licensed Bankers and Financial Consultants in my territory regarding all insurance products and fixed annuities;

- Coordinate, develop and implement training for 3 levels of agents based upon experience (entry, mid and top level)
- Implement sales and referral training in all branches in my territory to increase branch awareness and support of licensed banker sales as well as referrals to Financial Consultants
- Attend branch meetings and make presentations regarding insurance and annuity products to enhance awareness and knowledge of branch employees and regional management
- Conduct one on one training as well as group training sessions with licensed employees to build sales skills and enhance product knowledge
- Coordinate and attend monthly call events in each branch to increase cross sells and referrals to licensed branch agents and financial consultants
- Coordinate and present monthly “lunch and learn” workshops in each region in my territory to create enthusiasm and excitement for referrals and sales successes
- Assist with development and support of quarterly sales contests and branch merchandising and displays associated with the contest to increase customer awareness of programs available and further enhance opportunities for revenue growth
- Review monthly sales and production reports with branch managers and area administrators for those branches in my territory
- Maintain and assist with updating corporate training manual including sales and compliance for fixed annuities and insurance products


- Assist potential agents in my territory with studying for and successfully completing the State Insurance exam to obtain licensing

9. On April 13, 2005, I filed an EEOC charge of discrimination against Colonial Bank, N.A. and Colonial BancGroup, Inc. under Title VII of the Civil Rights Act of 1964 and the Age Discrimination in Employment Act of 1967. As a member of the protected class who was adversely affected by an employment decision, was replaced by someone outside the protected class, was qualified to perform the job and has been able to establish satisfactory evidence that a fact finder could determine that Colonial did commit age and gender discrimination against me, I feel this charge is warranted.

FURTHER THE AFIAANT SAYETH NOT.

  
Kitty Graham, Pro Se

SWORN TO AND SUBSCRIBED BEFORE ME on this the 20<sup>th</sup> day of September, 2006.

  
Notary Public  
My Commission Expires: 9-5-07